

731241

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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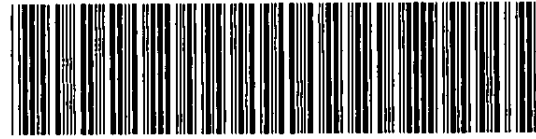
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TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Florida Academy of Physician Assistants, Inc.

DOCUMENT NUMBER: 731241

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Ronald G. Meyer

(Name of Contact Person)

Meyer, Brooks, Demma and Blohm, P.A.

(Firm/ Company)

131 North Gadsden Street

(Address)

Tallahassee, Florida 32301

(City/ State and Zip Code)

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Lynn Thomas at (850) 878-5212
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- \$35 Filing Fee \$43.75 Filing Fee & Certificate of Status \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is Enclosed)

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RESTATED ARTICLES OF INCORPORATION

OF

FLORIDA ACADEMY OF PHYSICIAN ASSISTANTS, INC.

FILED
12 AUG 28 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Article IX of the Articles of Incorporation of the corporation known as the "Florida Academy of Physician Assistants, Inc., Charter Number 731241 established on November 26, 1974, the membership of the corporation, after notice, at a regular meeting held on Nov. 13, 2011, amends and restates the Articles of Incorporation, as follows:

ARTICLE I

Name and Address

The name of the corporation is the "Florida Academy of Physician Assistants, Inc., The principal place of business is: 222 S. Westmonte Drive #101, Altamonte Springs, FL 32714 or at such other location as may from time to time be designated.

ARTICLE II

Duration

This corporation shall have perpetual existence.

ARTICLE III

Purposes

The corporation is formed for the purpose of promoting the profession of physician assistants and improving the delivery of quality medical services to residents of the State of Florida and for any other approved lawful purposes. The corporation is organized as an organization exempt from taxation pursuant to Section 501(c)(6) of the Internal Revenue Code, as amended. The corporation will not engage in any activities not permitted for an organization

which is tax exempt pursuant to such provision of the Internal Revenue Code. No part of the net earnings of the corporation shall inure to the benefit of any individual or member. In order to promote its purposes, the corporation may acquire property by grant, gift, purchase, devise or bequest, and hold and dispose of such property as the corporation shall require for the benefit of the members and not for profit. The corporation may establish dues in such amount as may be prescribed in the By-laws.

ARTICLE IV
Members

The membership of this corporation shall consist of persons defined to be eligible for membership in the By-laws of the corporation. The By-laws may establish multiple classes of membership with differing rights. Members shall support the purposes for which the corporation has been established.

ARTICLE V
Resident Agent

The street address of the initial registered office and the name of the initial registered agent are as follows:

Tina Kautter
222 S. Westmonte Drive #101,
Altamonte Springs, FL 32714

ARTICLE VI
Officers

The officers of the corporation shall consist of a President, President-elect, Secretary and Treasurer and such other officers as may be provided in the By-laws. The qualifications for holding office and the manner of election to office shall be prescribed in the By-laws.

ARTICLE VII
Board of Directors

The number of directors of this corporation shall be as provided in the By-laws; provided, however, the number of Directors shall never be fewer than three (3) The By-laws shall provide the qualifications for a Director and the manner of election to office. Members of the Board of Directors shall be members of the corporation.

ARTICLE VIII
By-Laws

The Board of Directors may adopt By-laws for the conduct of the business of the corporation and for carrying out its purposes as the Board may from time to time deem necessary. The By-laws may be amended, altered or rescinded by majority vote of those members of the Board of Directors present at any regular meeting of the Board or at a special meeting of the Board called for that purpose. Notice of any such special meeting shall be given as provided in the By-laws.

ARTICLE IX
Amendments

These Restated Articles of Incorporation may be amended at a regular meeting of the membership, by majority vote of those present, upon notice of the proposed amendment being provided with the notice of the meeting of the membership or at a specially called meeting of the membership called for that purpose, by a majority vote of the persons present. Notice of an amendment to be considered at a specially called meeting shall be provided no less than thirty (30) days prior to the meeting or as otherwise may be provided in the By-laws.

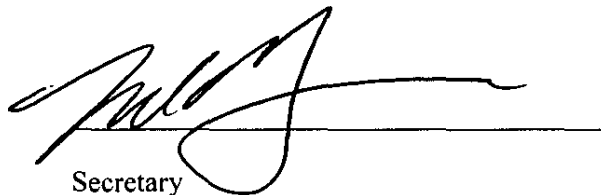
ARTICLE X
Meetings

The membership of the corporation shall meet at least annually as prescribed in the By-laws. The By-laws may provide for the conduct of additional regular meetings and for special meetings of the membership. Members shall be provided notice of all such meetings as provided in the By-laws.

ARTICLE XI.
Quorum

The members present at any duly called and noticed meeting of the membership shall constitute a quorum. Actions taken at a membership meeting shall require a vote of a majority of the members present. A quorum for the Board of Directors or other committees of the corporation shall be as stated in the By-laws.

IN WITNESS WHEREOF, the undersigned pursuant to the laws of the State of Florida does hereby make and file in the office of the Secretary of State of Florida these Restated *Articles of Incorporation* and further certifies that the facts stated herein are true and correct. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155, Florida Statutes.

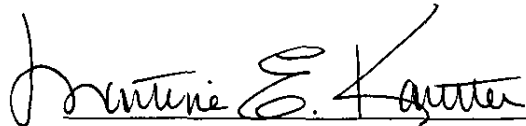

Secretary

VERIFICATION

STATE OF FLORIDA)
COUNTY OF Seminole)

The foregoing instrument was acknowledged before me this 13th day of November, 2011, by Nelson Guzman, who is personally known to me **OR** who provided a valid driver's license as identification and who did **OR** did not take an oath stating that s/he is the individual described herein and that s/he executed the foregoing Articles of Incorporation and acknowledged to me that s/he executed the same for the purposes therein expressed.

WITNESS my hand and seal in the County and State named above on this 13th day of November, 2011.



NOTARY PUBLIC

Notary Public: Martine E. Kautter



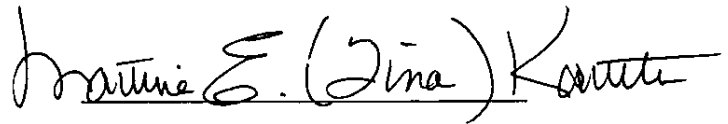
Printed Name

My Commission Expires: 3/7/16

ACCEPTANCE BY REGISTERED AGENT

Tina Kautter, the Registered Agent named in the foregoing Restated Articles of Incorporation, by the execution of this acceptance, does hereby agree to accept service of process for the above stated corporation at the place designated in this certificate, agrees that she is

Further, as Registered Agent, she agrees to maintain normal business hours at the following address: 222 S. Westmonte Drive #101, Altamonte Springs, FL 32714

A handwritten signature in cursive script that reads "Tina E. (Tina) Kautter". The signature is written in black ink and is positioned above a horizontal line.

Tina Kautter

Date: 11/13/11